

Margaret M. Anderson  
Ryan T. Schultz  
FOX, HEFTER, SWIBEL,  
LEVIN & CARROLL, LLP  
200 West Madison Street  
Suite 3000  
Chicago, IL 60606  
Ph: 312.224.1200  
Fx: 312.224.1201

Attorneys for Universal Underwriters  
Insurance Company

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

|   |   |                               |
|---|---|-------------------------------|
|   | x |                               |
|   | : | <b>Chapter 11 Case No.</b>    |
| <b>In re</b>                                      | : |                               |
|   | : |                               |
| <b>MOTORS LIQUIDATION COMPANY, <i>et al.</i>,</b> | : | <b>09-50026 (REG)</b>         |
| <b>f/ka General Motors Corp., <i>et al.</i></b>   | : |                               |
|   | : |                               |
| <b>Debtors.</b>                                   | : | <b>(Jointly Administered)</b> |
|   | x |                               |

**RESPONSE OF POMPEY DODGE, INC. TO DEBTORS**  
**220<sup>TH</sup> OBJECTION TO CLAIMS**

Pompey Dodge, Inc. for its response to the Debtors 220<sup>th</sup> Omnibus Objection states as follows:

1. Pompey Dodge, Inc. filed a Proof of Claim, Proof of Claim No. 70149, in the chapter 11 case of Motors Liquidation Company (f/k/a General Motors Corporation) (the “Debtor”), in an unliquidated amount asserting contribution and indemnity claims against the Debtor. The Debtor objected to the Proof of Claim on the grounds that such claim should be disallowed under 11 U.S.C. § 502(e) as a contingent, unliquidated claims for contribution or reimbursement.

2. Pompey Dodge, Inc. filed the Proof of Claim to assert its rights to contribution or indemnity from the Debtor with respect to a products liability suit filed against it by Sarajuan Gilvary.

3. The underlying claim of Sarajuan Gilvary was filed in the Court of Common Pleas of Philadelphia County Pennsylvania wherein Sarajuan Gilvary filed a products liability suit against General Motors and Pompey Dodge on March 29, 2007 alleging she suffered injuries as a result of a design defect in the General Motors vehicle in which she rode as a passenger that was involved in an accident on April 16, 2005.

4. At the time the Proof of Claim was filed, the claim of Pompey Dodge, Inc. was unliquidated. Subsequent to the filing of the Proof of Claim, Pompey Dodge, Inc. reached a settlement with Sarajuan Gilvary pursuant to which it paid \$450,000 to Sarajuan Gilvary. Therefore, Pompey Dodge's claim against the Debtor is neither contingent or unliquidated. Pompey Dodge will be filing an Amended Proof of Claim asserting its liquidated contribution and indemnity claim in the amount of \$450,000, plus the defense costs it incurred in connection with Gilvary personal injury claim.

WHEREFORE, for the reasons stated above, the Debtors' 220<sup>th</sup> Omnibus Objection to Claim should be overruled with respect to its objection to the claim of Pompey Dodge, Inc.

Dated: Chicago, Illinois  
May 10, 2011

/s/ Margaret M. Anderson  
Margaret M. Anderson  
Ryan T. Schultz  
FOX, HEFTER, SWIBEL, LEVIN &  
CARROLL, LLP  
200 West Madison Street, Suite 3000  
Chicago, IL 60606  
Ph: 312.224.1200  
Fx: 312.224.1201  
Email: [panderson@fhslc.com](mailto:panderson@fhslc.com)  
Email: [rschultz@fhslc.com](mailto:rschultz@fhslc.com)

**CERTIFICATE OF SERVICE**

I, Margaret M. Anderson, an attorney, hereby certify that on May 10, 2011, the **Response of Pompey Dodge, Inc. to Debtors 220<sup>th</sup> Objection to Claims** was filed *electronically* through the Court's ECF Filing System to the entities and individuals listed on the attached Service List.

/s/ Margaret M. Anderson

### SERVICE LIST

|  |   |
|--|---|
| <p><b>Attorneys for the Debtors</b></p> <p>Weil, Gotshal &amp; Manges, LLP<br/>767 Fifth Avenue<br/>New York, NY 10153<br/>Attn: Harvey R. Miller<br/>Attn: Stephen Karotkin<br/>Attn: Joseph H. Smolinsky</p>   | <p><b>The Debtors</b></p> <p>Motors Liquidation Company<br/>401 South Old Woodward Avenue<br/>Suite 370<br/>Birmingham, MI 48009<br/>Attn: Thomas Morrow</p>  |
| <p><b>Attorneys for the Statutory Committee of Unsecured Creditors</b></p> <p>Kramer Levin Naftalis &amp; Frankel LLP<br/>1177 Avenue of the Americas<br/>New York, NY 10036<br/>Attn: Thomas Moers Mayer<br/>Attn: Robert Schmidt<br/>Attn: Lauren Macksoud<br/>Attn: Jennifer Sharret</p>                  | <p><b>Attorneys for the United States Department of the Treasury</b></p> <p>Cadwalader, Wickersham &amp; Taft LLP<br/>One World Financial Center<br/>New York, NY 10281<br/>Attn: John J. Rapisardi</p>   |
| <p><b>Attorneys for the Official Committee of Unsecured Creditors holding Asbestos-related claims</b></p> <p>Caplin &amp; Drysdale, Chartered<br/>375 Park Avenue<br/>35<sup>th</sup> Floor<br/>New York, NY 10152-3500<br/>Attn: Elihu Inselsbuch<br/>Attn: Rita C. Tobin</p>                               | <p><b>Attorneys for the Official Committee of Unsecured Creditors holding Asbestos-related claims</b></p> <p>Caplin &amp; Drysdale, Chartered<br/>One Thomas Circle, N.W.<br/>Suite 1100<br/>Washington, DC 20005<br/>Attn: Trevor W. Swett III<br/>Attn: Kevin C. Maclay</p> |
| <p><b>Attorneys for Dean M. Traftlet in his capacity as the legal representative for future asbestos personal injury claimants</b></p> <p>Stutzman, Bromberg, Esserman &amp; Plifka<br/>2323 Bryan Street<br/>Suite 2200<br/>Dallas, TX 75201<br/>Attn: Sander L. Esserman<br/>Attn: Robert T. Brousseau</p> | <p><b>Attorneys for Export Development Canada</b></p> <p>Vedder Price, P.C.<br/>1633 Broadway, 47<sup>th</sup> Floor<br/>New York, NY 10019<br/>Attn: Michael J. Edelman<br/>Attn: Michael L. Schein</p>  |

|  |  |
|--|--|
| <p>United States Department of the Treasury<br/>1500 Pennsylvania Avenue NW<br/>Room 2312<br/>Washington D.C. 20220<br/>Attn: Joseph Samarias</p>  | <p>Office of the United States Trustee<br/>for the Southern District of New York<br/>33 Whitehall Street<br/>21<sup>st</sup> Floor<br/>New York, NY 10004<br/>Attn: Tracy Hope Davis</p>                       |
| <p>General Motors, LLC<br/>400 Renaissance Center<br/>Detroit, MI 48265<br/>Attn: Lawrence S. Buonomo</p>  | <p>United States Attorney's Office<br/>Southern District of New York<br/>86 Chambers Street<br/>Third Floor<br/>New York, NY 10007<br/>Attn: David S. Jones<br/>Attn: Natalie Kuehler</p>                      |
| <p><b>Attorneys for Wilmington Trust<br/>Company as GUC Trust Administrator<br/>and Wilmington Trust Company as<br/>Avoidance Action Trust Administrator</b></p> <p>Gibson, Dunn &amp; Crutcher LLP<br/>200 Park Avenue<br/>47<sup>th</sup> Floor<br/>New York, NY 10166<br/>Attn: Keith Martorana</p> | <p><b>GUC Trust Monitor and Avoidance<br/>Action Trust Monitor</b></p> <p>FTI Consulting<br/>One Atlantic Center<br/>1201 Wst Peachtree Street<br/>Suite 500<br/>Atlanta, GA 30309<br/>Attn: Anna Phillips</p> |